

EXHIBIT D

Radford Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CII PARENT INC.,

Debtor.¹

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Chapter 11

Case No. 22-11345 (LSS)

**DECLARATION OF THOMAS RADFORD IN SUPPORT OF THE DEBTOR'S
APPLICATION FOR ENTRY OF AN ORDER UNDER 11 U.S.C. §§ 327(a), 328(a), AND
1107(b), FED. R. BANKR. P. 2014 AND 2016, AND DEL. BANKR. L.R. 2014-1 AND
2016-1, AUTHORIZING RETENTION AND EMPLOYMENT OF MORRIS, NICHOLS,
ARSHT & TUNNELL LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTOR
NUNC PRO TUNC TO THE PETITION DATE**

I, Thomas Radford, President of the above-caption debtor and debtor in possession, hereby declare the following under penalty of perjury:

1. I submit this declaration (the "Declaration") in support of the *Debtor's Application for Entry of an Order Under 11 U.S.C. §§ 327(A), 328(A), and 1107(B), Fed. R. Bankr. P. 2014 and 2016, and Del. Bankr. L.R. 2014-1 and 2016-1, Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Co-Counsel for the Debtor Nunc Pro Tunc to the Petition Date* (the "Application").² Except as otherwise noted, all facts in this Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents, and information supplied to me by other members of the Debtor's management and the Debtor's advisors.

¹ The last four digits of Debtor CII Parent, Inc.'s tax identification number are 4706. The location of the Debtor's service address for purposes of this chapter 11 case is 21 Custom House Street, Boston, Massachusetts 02110.

² Capitalized terms not defined in this declaration are defined in the Application.

THE DEBTOR'S SELECTION OF COUNSEL

2. The Debtor recognizes that a comprehensive review process is necessary when selecting and managing chapter 11 counsel to ensure that bankruptcy professionals are subject to the same client-driven market forces, scrutiny, and accountability as professionals in non-bankruptcy engagements.

3. To that end, the review process utilized by the Debtor here assessed potential counsel based on their expertise in the relevant legal issues and in similar proceedings. Morris Nichols has extensive experience representing debtors in chapter 11 cases before this Court.

4. In addition, Morris Nichols has become familiar with many of the legal issues that may arise in the context of this chapter 11 case by preparing the case for filing. I believe that for those reasons, Morris Nichols is both well qualified and uniquely able to represent the Debtor in this chapter 11 case in an efficient and timely manner. Thus, the Debtor decided to continue to retain Morris Nichols as the Debtor's bankruptcy co-counsel during this chapter 11 case.

RATE STRUCTURE

5. In my capacity as President, I am responsible for supervising outside counsel retained by the Debtor in the ordinary course of business. Morris Nichols has informed the Debtor that its rates for bankruptcy representations are comparable to the rates it charges for non-bankruptcy representations. As discussed below, I am also responsible for reviewing the invoices regularly submitted by Morris Nichols, and, based upon the Engagement Agreement, the rates Morris Nichols charged the Debtor in the prepetition period are the same as the regular, annually-adjusted rates Morris Nichols will charge the Debtor in the postpetition period.

COST SUPERVISION

6. The Debtor recognizes that it has the responsibility to closely monitor the billing practices of its counsels to ensure the fees and expenses paid by the estate remain consistent with the Debtor's expectation and the exigencies of this chapter 11 case. As they did prepetition, the Debtor will continue to bring discipline, predictability, client involvement, and accountability to the counsel fee and expense reimbursement process. To that end, the Debtor will review and monitor the invoices that Morris Nichols submits.

Dated: January 26, 2022

/s/ Thomas Radford

Thomas Radford
President